

L99000001716

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000007198 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : HOLLAND & KNIGHT OF JACKSONVILLE
Account Number : 074323003114
Phone : (904) 354-4141
Fax Number : (904) 358-2199

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 4:13

LIMITED LIABILITY COMPANY

Functional Products, L.L.C.

Name	3/25/99
Availability	dc
Document Examiner	DCC
Updater	DCC
Updater Verifier	
Acknowledgement	DCC
W. P. Verifier	DCC

Certificate of Status	0
Certified Copy	0
Page Count	-045
Estimated Charge	\$285.00

L99000001716

ARTICLES OF ORGANIZATION FOR
FUNCTIONAL PRODUCTS, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is Functional Products, L.L.C. ("Company").

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company is:

13812 Tortuga Point Drive
Jacksonville, Florida 32225

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Regulations or by the consent of the sole member.

ARTICLE IV. MANAGEMENT

The management of the Company shall be reserved to the sole member. The sole member shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the sole member are as follows:

Dirk Muggenburg

13812 Tortuga Point Drive
Jacksonville, Florida 32225

ARTICLE V. RIGHTS TO CONTINUE BUSINESS

The successor in interest of the sole member under Section 608.434, Florida Statutes, if any, shall have the right to continue the business on the death, bankruptcy, or dissolution of the sole member or the occurrence of any other event which terminates the continued membership of the sole member in the Company if the business of the Company is continued by the written

Prepared by Christopher Commander
Holland & Knight LLP (904)354-4141
One Independent Drive, #2000
Jacksonville, FL 32202
Florida Bar No: 008228

H99000007198 7

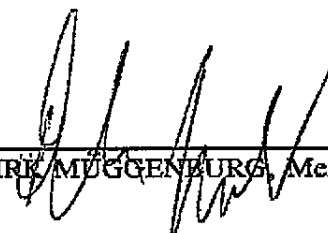
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 1:13

H99000007198 7

consent of such successor in interest and such successor in interest agrees in writing to the admission of the successor in interest or its nominee or designee to the Company as a member, effective as of the occurrence of such event, within ninety (90) days following the occurrence of any such event.

ARTICLE VI. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the sole member of the Company.



DIRK MUGGENBURG, Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 4:13

JAX1-347662

H99000007198 7

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
OF FUNCTIONAL PRODUCTS, L.L.C.

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Functional Products, L.L.C., a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered agent and registered office in the State of Florida.

1. The name of the Company is: Functional Products, L.L.C.
2. The name of the registered agent and the address of the registered office are:

NAME: Intrastate Registered Agent Corporation

ADDRESS: 701 Brickell Avenue, Suite 3000
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

INTRASTATE REGISTERED AGENT
CORPORATION

Donald W. Wallis
Donald W. Wallis, Vice President

Dated: March 25, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 4:11

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Functional Products, L.L.C., deposes and says:

- 1) The above-named limited liability company has at least one (1) member.
- 2) The total amount of cash contributed by the sole member is \$10,000.00.
- 3) No property other than cash has been contributed by the sole member.
- 4) The total amount of cash and property anticipated to be contributed by members, including the amounts indicated in paragraphs 2 and 3 above, is \$200,000.00.



DIRK MÜGGENBURG, Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 25 PM 4:13